

**CONSTITUTION
Of The
RHODE ISLAND ROSE SOCIETY, Inc.
(Revised March 16, 2002)**

Article I: Name

- Section 1: The name and title of this Society shall be the Rhode Island Rose Society which shall be affiliated with the American Rose Society.
- Section 2: The Society is organized exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the United States Internal Revenue Code of 1954 or any amendment thereto.

Article II: Object

- Section 1: The object of this Society is to study, foster, and encourage rose culture including the exhibition of roses.

Article III: Membership

- Section 1: Section 1: All individuals interested in the object of this Society shall be eligible for membership without regard to race, gender, religious belief or country of origin.
- Section 2: The Society may confer honorary membership.

Article IV: Officers & Directors

- Section 1: The Society shall have the power to determine the name, number, mode and time of election, duties and tenure of office of its officers and directors.

Article V: Amendments

- Section 1: Section 1: A proposed amendment shall first be approved by the Governing Board and a copy thereof, indicating approval, shall be mailed to each member at least thirty (30) days before a Regular or Special Meeting at which the proposed amendment is to be considered. The proposed amendment shall be considered approved by a two-thirds affirmative vote of Society members present and in good standing, provided a quorum is present, and shall take effect upon passage.

Article VI: Annual Meeting

- Section 1: The Annual Meeting shall be held in March of each year. The President's Report, the Treasurer's Report, and the Finance and Audit Committee Chair's Report shall be presented to the Society at the Annual Meeting.
- Section 2: The election of Officers shall occur at the Regular Meeting prior to the Annual Meeting.

Article VII: Dissolution

Upon dissolution of the Rhode Island Rose Society, Inc., the Governing Board shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as a nonprofit organization or organizations under Section 501(c)(3) of the United States Internal Revenue Code of 1954 or any amendment thereto, as the Governing Board shall determine. Any such assets not so disposed of shall be disposed of by a court having competent jurisdiction where the principal office of the Corporation is then located, exclusively for such purposes, or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes. The principal office of the Corporation shall be located at the discretion of the Treasurer.

Amendments to Constitution approved by RIRS Governing Board Jan. 20, 2002; approved by membership March 16, 2002

By-Laws Committee: Tony Silva, Chair
Angelina Chute, Michael Chute, Patsy Cunningham, Bob Forand